

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING		FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE		Approved by OMB 3060-0589 Page No <u>1</u> of <u>1</u>	
(1) LOCKBOX # 358145		FCC/MELLON AUG 13 2002		SPECIAL USE FCC USE ONLY	
SECTION A - PAYER INFORMATION					
(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) ITC/DeltaCom Communications, Inc.				(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$815.00	
(4) STREET ADDRESS LINE NO. 1 4092 South Memorial Parkway					
(5) STREET ADDRESS LINE NO. 2					
(6) CITY Huntsville				(7) STATE AL	(8) ZIP CODE 35802
(9) DAYTIME TELEPHONE NUMBER (include area code) (256) 382-3900		(10) COUNTRY CODE (if not in U.S.A.)			
FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED					
(11) PAYER (FRN) 0005183025			(12) PAYER (TIN) 063083207		
IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)					
(13) APPLICANT NAME					
(14) STREET ADDRESS LINE NO. 1					
(15) STREET ADDRESS LINE NO. 2					
(16) CITY				(17) STATE	(18) ZIP CODE
(19) DAYTIME TELEPHONE NUMBER (include area code)		(20) COUNTRY CODE (if not in U.S.A.)			
FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED					
(21) APPLICANT (FRN)			(22) APPLICANT (TIN)		
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET					
(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE CUT		(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$815.00		(27A) TOTAL FEE \$815.00		FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2			
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE		(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)		(27B) TOTAL FEE		FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2			
SECTION D - CERTIFICATION					
(30) CERTIFICATION STATEMENT I, _____, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE _____ DATE _____					
SECTION E - CREDIT CARD PAYMENT INFORMATION					
(31) <input type="checkbox"/> MASTERCARD		MASTERCARD/VISA ACCOUNT NUMBER:			EXPIRATION DATE:
<input type="checkbox"/> VISA		I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.			
SIGNATURE _____				DATE _____	

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of

ITC^DELTACOM, INC.

Application Pursuant to Section 214 of the Communications Act of 1934 and Section 63.18 of the Commission's Rules for Consent to the Transfer of Control of Interstate FiberNet, Inc. and ITC^Deltacom Communications, Inc. from ITC^DeltaCom, Inc. as Debtor-in-Possession to ITC^DeltaCom, Inc.

File No. ITC-T/C-20020813-_____

And

Application Pursuant to Section 214 of the Communications Act of 1934 and Section 63.04 of the Commission's Rules for Consent to the Transfer of Control of Interstate FiberNet, Inc. and ITC^Deltacom Communications, Inc. from ITC^DeltaCom, Inc. as Debtor-in-Possession to ITC^DeltaCom, Inc.

WC Docket No. 02- 256

Attention: International Bureau and Wireline Competition Bureau

EXPEDITED ACTION REQUESTED

**JOINT INTERNATIONAL AND DOMESTIC APPLICATION
FOR TRANSFER OF CONTROL**

Pursuant to Section 214 of the Communications Act of 1934, as amended, and Sections 63.18 and 63.04 of the Commission's rules, ITC^DeltaCom, Inc. as Debtor-in-Possession ("ITC/DIP" or "Old ITC"), and ITC^DeltaCom, Inc. ("New ITC") hereby seek consent to the transfer of control of Interstate FiberNet,

Inc. ("FiberNet") and ITC^DeltaCom Communications, Inc. ("DeltaCom")¹ from ITC/DIP to New ITC. FiberNet and DeltaCom each holds authority pursuant to Section 214 to provide domestic and international telecommunications services.²

Through its operating subsidiaries, Old ITC operates or manages approximately 9,980 route miles of a fiber optic network covering portions of ten states in the southern United States. It provides integrated voice and data telecommunications services to businesses in the southern United States and regional telecommunications transmission services over its network on a wholesale basis to other telecommunications companies.

Grant of the requested transfer of control will permit consummation of a plan of reorganization ("POR") that is currently being considered by the United States Bankruptcy Court for the District of Delaware (Case No. 02-11848 (MFW)). The POR is designed to allow ITC/DIP to emerge from bankruptcy with a revised ownership structure and improved capitalization. The reorganization will permit New ITC's operating subsidiaries, FiberNet and DeltaCom, to continue to provide competitive telecommunications services. Accordingly, the Parties submit that grant of the instant application will serve the public interest.

The Parties anticipate that the bankruptcy court will be considering and acting on the reorganization plan within the next forty-five days. We request

¹ Old ITC, New ITC, FiberNet and DeltaCom are collectively referred to herein as the "Parties" or the "Applicants."

² DeltaCom also holds satellite earth station licenses, and the Parties are concurrently filing an application on FCC Form 312 seeking Commission consent to the transfer of control of these licenses.

expedited consideration of this application in order to permit the reorganization to be consummated as quickly as possible upon court approval of the plan. The proposed reorganization will not introduce any new affiliations with foreign carriers.

A more detailed description of the Parties and the proposed reorganization are provided below, along with the information required pursuant to Sections 63.18 and 63.04 of the Commission's Rules.

I. DESCRIPTION OF THE APPLICANTS

A. ITC^DeltaCom, Inc. (New ITC)

Pursuant to the POR, ITC/DIP will emerge from bankruptcy with a revised ownership structure as New ITC. *It will remain the same corporate entity, but it will no longer be a debtor-in-possession, and it will have a new corporate charter.*

The POR provides for cancellation of the existing common stock and preferred stock of Old ITC. The POR also provides that New ITC will issue new common stock. More than 85% of the new common stock will be distributed to the holders of senior and convertible subordinated notes of Old ITC (the "Noteholders"). Campbell B. Lanier, III ("Mr. Lanier"), a director and current stockholder of Old ITC, and SCANA Corporation ("SCANA"), a current stockholder of Old ITC, each have agreed to purchase up to \$15 million of a new issue of Series A convertible preferred stock of New ITC. Mr. Lanier and SCANA will also receive common stock of New ITC and warrants to purchase additional common stock of New ITC. Other existing preferred and common stockholders will also be entitled, in a rights offering

conducted in connection with the POR, to purchase on a pro rata basis, up to a specified amount, the convertible preferred stock and warrants that Mr. Lanier and SCANA have agreed to purchase. No single shareholder will own a controlling interest in New ITC.

The initial board of directors of New ITC will consist of seven members. Larry F. Williams, the current Chairman of the Board of Old ITC, is expected to be a member of the board of New ITC. The Noteholders will be entitled to designate a total of four board members, two of whom will be independent directors. Holders of the new Series A convertible preferred stock will be entitled to designate the remaining two board members. The existing senior management team of ITC/DIP will remain in place, led by Chief Executive Officer Larry F. Williams. Brief biographical information concerning the officers is attached as Exhibit A.

B. Interstate FiberNet, Inc. (FiberNet) and ITC^DeltaCom Communications, Inc. (DeltaCom)

FiberNet is a wholly-owned direct subsidiary of Old ITC, and DeltaCom is a wholly-owned direct subsidiary of FiberNet. Neither FiberNet nor DeltaCom is itself undergoing reorganization. Instead, each company will continue to operate subsequent to implementation of the POR as a subsidiary of New ITC. The ultimate ownership of FiberNet and DeltaCom will change due to the ownership changes occurring as part of the reorganization of Old ITC.

FiberNet and DeltaCom each holds authority pursuant to Section 214 of the Communications Act to resell international switched services.³ Each company also provides domestic common carrier services pursuant to the blanket Section 214 authority granted in Section 63.01(a) of the Commission's Rules.

II. DESCRIPTION OF THE REORGANIZATION

The POR contemplates a restructuring of Old ITC's ownership and the elimination of a significant portion of the company's debt. The POR is the result of a pre-negotiated agreement in principle between Old ITC and certain of the Noteholders. Upon confirmation by the bankruptcy court, the POR will permit the company to continue to operate pursuant to a business plan approved by the holders of claims and interests in Old ITC, including the Noteholders and holders of Old ITC common and preferred stock.

The POR provides for New ITC to emerge from bankruptcy with the following ownership:

- Old ITC's senior notes will be cancelled, and holders of these notes will receive 81.5% of New ITC's common stock.

³ The authority held by FiberNet was originally granted to Eastern Telecom, Inc. in File No. ITC-93-279, and the Commission approved a *pro forma* assignment of the authorization to FiberNet in 1997. See File No. ITC-ASG-19970915-00552.

The authority held by DeltaCom was originally granted to DeltaCom, Inc. in File No. ITC-94-385. DeltaCom, Inc. subsequently changed its name to ITC^DeltaCom Communications, Inc. See Letter of Nanette S. Edwards to Magalie Roman Salas dated Feb. 26, 1998.

- Old ITC's convertible subordinated notes will be cancelled, and holders of these notes will receive 5% of New ITC's common stock.
- Old ITC's common stock, Series A preferred stock and Series B preferred stock will be cancelled, and holders of this stock will collectively receive a total of 1% of New ITC's common stock.
- As noted above, Mr. Lanier and SCANA have committed to purchase new Series A convertible preferred stock to be issued by New ITC, and other shareholders will be entitled to purchase these shares on a pro rata basis up to certain limits. In exchange for their commitment, Mr. Lanier and SCANA will receive 2% of New ITC's common stock. The Series A convertible preferred stock, if converted, will represent 10.5% of the common stock of New ITC. All of the ownership percentages described above assume conversion of the Series A convertible preferred stock into common stock.⁴

III. PUBLIC INTEREST SHOWING

Grant of the instant application will serve the public interest, convenience, and necessity. It will allow Old ITC to emerge from bankruptcy with a revised ownership structure and improved capitalization. Its operating subsidiaries, FiberNet and DeltaCom, will be able to provide uninterrupted telecommunications

⁴ If the Series A convertible preferred stock is not converted, the New ITC common stock distributed to the various interest holders would represent the following percentages of the total: holders of senior notes, 91.1%; holders of convertible subordinated notes, 5.6%; holders of Old ITC common stock, Series A preferred stock and Series B preferred stock, 1.1%; and New ITC common stock distributed to Mr. Lanier and SCANA in exchange for their commitment to purchase the Series A convertible preferred stock, 2.2%.

services to existing customers. Furthermore, the proposed reorganization is pro-competitive. It does not involve the merger or consolidation of competing carriers. Instead, it will permit two existing carriers, FiberNet and DeltaCom, to continue to offer services in competition with other providers, including the incumbent local exchange carrier. Thus, implementation of the POR will allow continuity of service to customers and promote competition, and is therefore in the public interest.

IV. INFORMATION REQUIRED BY SECTION 63.18

The Parties seek authority for the transfer of control of FiberNet and DeltaCom from Old ITC to New ITC. Therefore, pursuant to Section 63.18(e)(3) of the Commission's rules, the Applicants submit the following information in support of this Application:

(a) The transferor is ITC^Deltacom, Inc. (debtor-in-possession). Its address and telephone numbers are:

ITC^Deltacom, Inc.
1791 O.G. Skinner Drive
West Point, GA 31833
Phone: (706) 385-8000
Fax: (706) 385-8001

The transferee is ITC^Deltacom, Inc. Its address and telephone numbers are:

ITC^Deltacom, Inc.
1791 O.G. Skinner Drive
West Point, GA 31833
Phone: (706) 385-8000
Fax: (706) 385-8001

The carriers being transferred are Interstate FiberNet, Inc. and ITC^DeltaCom Communications, Inc. Their addresses and telephone numbers are:

Interstate FiberNet, Inc.
1791 O.G. Skinner Drive
West Point, GA 31833
Phone: (706) 385-8000
Fax: (706) 385-8001

ITC^DeltaCom Communications, Inc.
4092 South Memorial Parkway
Huntsville, AL 35802
Phone: (256) 382-3900
Fax: (256) 382-3969

(b) ITC/DIP, New ITC, and FiberNet are all Delaware corporations.
DeltaCom is an Alabama corporation.

(c) Correspondence concerning this application should be addressed to the following:

J. Thomas Mullis
Senior Vice President-Legal & Regulatory
ITC^Deltacom, Inc.
4092 South Memorial Parkway
Huntsville, AL 35802
Phone: (256) 382-3842
Fax: (256) 382-3936
E-mail: tmullis@itcdeltacom.com

With a copy to:

Karis A. Hastings
Hogan & Hartson L.L.P.
555 13th Street N.W.
Washington, D.C. 20004-1109
Phone: (202) 637-5767
Fax: (202) 637-5910
E-mail: KAHastings@HHLaw.com

(d) As noted above, FiberNet and DeltaCom each holds domestic and international Section 214 authority (File Nos. ITC-93-279 and ITC-94-385).

(e) Pursuant to Section 63.18(e)(3), the applicants seek authority for the transfer of control of common carriers holding international Section 214 authority.

(f), (g) No response required.

(h) The following are the names, addresses, citizenship, and principal businesses of any person or entity that will directly or indirectly own at least ten percent of the equity of the authorized carriers following the proposed transaction. There will be no interlocking directorates with any foreign carrier.

ITC/DIP currently holds 100% of the equity of FiberNet, and subsequent to the proposed reorganization, New ITC will hold 100% of the equity of FiberNet. DeltaCom is and will remain a direct wholly-owned subsidiary of FiberNet.

The Parties have reviewed the most reasonably current information available to them regarding the holdings of the debt and equity of Old ITC. Based on that information, the Parties have determined that upon consummation of the POR, two affiliated funds will beneficially own a total of approximately 21.4% of the common stock of New ITC and that no other person or entity will hold a greater than 10% equity interest in New ITC. Specifically, Appaloosa Investment Limited Partnership I ("AILP"), a Delaware limited partnership, will hold 11.4% of New ITC's common stock, and Palomino Fund Ltd. ("Palomino"), a British Virgin Islands company, will hold 10% of New ITC's common stock.

Appaloosa Management L.P. ("AMLP"), a Delaware limited partnership, is the general partner of AILP and the investment adviser to Palomino. Appaloosa Partners Inc. ("API"), a Delaware corporation, is the general partner of AMLP. David A. Tepper, a U.S. citizen, is the President of API and its sole stockholder. The principal business of AILP, Palomino, AMLP and API is investment management. The address of AILP, Palomino, AMLP, API and David A. Tepper is:

c/o Appaloosa Management L.P.
26 Main Street
Chatham, NJ 07928
Phone: (973) 701-7000
Fax: (973) 701-7055

(i) New ITC certifies that it is not affiliated, as defined in Section 63.09(e) of the Commission's rules, with any foreign carrier. FiberNet and DeltaCom will not become affiliated with any foreign carrier as a result of the proposed transfer of control.

(j) The Applicants certify that this application does not seek to provide service to any country described in paragraphs (1) through (4) of Section 63.18(j).

(k) Not applicable.

(l) Not applicable.

(m) Not applicable.

(n) New ITC certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.

(o) New ITC certifies pursuant to Sections 1.2001 through 1.2003 of the Commission's rules that no party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

(p) This international Section 214 Application qualifies for streamlined processing pursuant to Section 63.12. It should therefore be granted, according to Section 63.12(a), fourteen days after the date of public notice listing this Application as accepted for filing.

This Application qualifies for streamlined processing because it is not subject to any of the exceptions listed in Section 63.12(c):

- (1) New ITC is not affiliated with any foreign carrier in a destination market that FiberNet and DeltaCom propose to serve.
- (2) New ITC is not affiliated with any dominant U.S. carrier whose services New ITC (or FiberNet or DeltaCom) seeks authority to resell.
- (3) New ITC, FiberNet and DeltaCom do not seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines.

V. ADDITIONAL INFORMATION REQUIRED BY SECTION 63.04

The instant joint application seeks Commission consent to the transfer of control of FiberNet and DeltaCom, which hold both international and domestic authority pursuant to Section 214. Pursuant to Section 63.04(b) of the Commission's rules, the Applicants submit the following information in support of this Application in response to items 6 through 12 of Section 63.04(a):

(6) As set forth in Section II above, the Parties seek Commission consent to the transfer of control of FiberNet and DeltaCom that will occur upon implementation of the proposed plan of reorganization.

(7) Transferor ITC/DIP, through its operating subsidiaries FiberNet and DeltaCom, operates or manages approximately 9,980 route miles of a fiber optic network covering portions of ten states in the southern United States. It provides integrated voice and data telecommunications services to businesses in the southern United States and regional telecommunications transmission services over its network on a wholesale basis to other telecommunications companies. Transferee New ITC does not currently provide any telecommunications services.

(8) The instant application qualifies for streamlined processing under Section 63.03(b)(1)(ii) because the transferee New ITC is not a telecommunications provider. Furthermore, the application also qualifies for streamlining under Section 63.03(b)(2)(i) because New ITC will have a market share in the interstate, interexchange market of less than 10% and will provide competitive exchange services and exchange access only in geographic areas served by a dominant local exchange carrier that is not a party to the transaction and because no party to this application is dominant with respect to any service.

(9) As noted above, DeltaCom also holds satellite earth station licenses, and the Parties are concurrently filing an application on FCC Form 312 seeking Commission consent to the transfer of control of these licenses.

(10) The applicants seek expedited action on this application in order to permit implementation of the POR upon approval by the bankruptcy court.

(11) No waiver requests are being filed in conjunction with the transaction.

(12) As discussed in Section III above, grant of the instant application will permit FiberNet and DeltaCom to continue to provide competitive telecommunications services. Accordingly, the Parties submit that grant of the application will serve the public interest, convenience and necessity.

VI. CONCLUSION

For the foregoing reasons, the Parties respectfully request that the Commission consent to the transfer of control of FiberNet and DeltaCom and their international and domestic telecommunications operations pursuant to the proposed plan of reorganization.

Respectfully submitted,

ITC^DELTACOM, INC. (debtor-in-possession)

By: J. Thomas Mullis
J. Thomas Mullis
Senior Vice President-Legal &
Regulatory

ITC^DELTACOM COMMUNICATIONS, INC.

By: J. Thomas Mullis
J. Thomas Mullis
Senior Vice President-Legal &
Regulatory

INTERSTATE FIBERNET, INC.

By: J. Thomas Mullis
J. Thomas Mullis
Senior Vice President-Legal &
Regulatory

ITC^DELTACOM, INC.

By: J. Thomas Mullis
J. Thomas Mullis
Senior Vice President-Legal &
Regulatory

Dated: August 13, 2002

EXHIBIT A

New ITC Senior Management Team

<u>Name</u>	<u>Positions with Company</u>
Larry F. Williams	Chairman, Chief Executive Officer and Director
Andrew M. Walker	President, Chief Operating Officer and Director
Douglas A. Shumate	Senior Vice President-Chief Financial Officer
Steven D. Moses	Senior Vice President-Network Services
J. Thomas Mullis	Senior Vice President-Legal and Regulatory, General Counsel and Secretary
Roger F. Woodward	Senior Vice President-Sales and Account Services
Thomas P. Schroeder	Senior Vice President-Large Account Sales
Sara L. Plunkett	Vice President-Finance

Management Experience

Larry F. Williams: Larry F. Williams has served as the Chairman and Chief Executive Officer of Old ITC since July 2001 and was appointed to the board of directors in February 2001. From September 2000 to January 2002, Mr. Williams acted as a consultant to telecommunications companies. From December 1994 to September 2000, Mr. Williams served as Chief Executive Officer of AAPT Ltd., a publicly traded telecommunications carrier in Australia. From January 1992 to December 1994, he served as Chief Financial Officer and Chief Operating Officer of AAPT Ltd. Mr. Williams was Executive Vice President, Vice President and Chief Financial Officer of Telecom*USA (SouthernNet) from October 1987 to August 1990, when that company was acquired by MCI Communications Corporation. From August 1990 to January 1992, Mr. Williams served as Vice President of Finance and Administration of MCI Communications Southern division. From November 1980 to October 1987, Mr. Williams served as Vice President, Treasurer and Chief Financial Officer of John H. Harland Co. Mr. Williams currently serves as a director of Learn.net, Inc., a hosted e-learning service provider.

Andrew M. Walker: Andrew M. Walker has served as Chief Operating Officer of Old ITC since July 2001, as President since April 2000 and as Vice Chairman from April 1998 through July 2001. From March 1997 to July 2001, Mr. Walker served as

Chief Executive Officer of Old ITC. He served as President and Chief Executive Officer of the managing partner of each of Interstate FiberNet and Gulf States FiberNet, predecessors to Interstate FiberNet, Inc., a wholly-owned subsidiary of ITC^DeltaCom, from November 1994 until March 1997, and as Chief Executive Officer and President of KNOLOGY Broadband, Inc. from July 1996 to February 1997.

Douglas A. Shumate: Douglas A. Shumate has served as Senior Vice President-Chief Financial Officer of Old ITC since March 1997. He served as Chief Financial Officer of the Managing Partners of each of Interstate FiberNet and Gulf States FiberNet from January 1995 until March 1997. From May 1991 to January 1995, he served as Vice President-Finance and Chief Financial Officer of Interstate Telephone Company, a local telephone service provider and wholly-owned subsidiary of ITC Holding Company, Inc. From December 1986 through April 1991, Mr. Shumate was employed as a C.P.A. at the accounting firm of Arthur Andersen LLP.

Steven D. Moses: Steven D. Moses has served as Senior Vice President-Network Services of Old ITC since March 1997. He served as Vice President of Interstate FiberNet from January 1992 until April 1995 and Chief Operating Officer of Interstate FiberNet from April 1995 until March 1997. From May 1991 to January 1992, Mr. Moses was Director-Special Projects of Interstate Telephone and Valley Telephone Company, a local telephone service provider and a wholly owned-subsiary of ITC Holding Company, Inc.

J. Thomas Mullis: J. Thomas Mullis has served as Senior Vice President-Legal and Regulatory, General Counsel and Secretary of Old ITC since March 1997. Mr. Mullis served as General Counsel and Secretary of DeltaCom, Inc., the predecessor of ITC^DeltaCom Communications, Inc. that was a provider of long distance telecommunications services, from May 1985 to March 1997 and as Executive Vice President of DeltaCom from January 1994 to November 1996. From November 1996 to March 1997, he also served as Senior Vice President of DeltaCom. From January 1990 to 50 December 1993, Mr. Mullis was President, General Counsel and Secretary of Southern Interexchange Services, Inc., a switched services carrier, and Southern Interexchange Facilities, Inc., a private line carriers' carrier.

Roger F. Woodward: Roger F. Woodward has served as Senior Vice President-Sales and Account Services of Old ITC since July 2000. He also served as Senior Vice President-Sales, Marketing and Customer Support from March 1997 to July 2000. Mr. Woodward was Senior Vice President-Sales of DeltaCom, Inc. from October 1996 until March 1997. From March 1990 until July 1996, Mr. Woodward served in a variety of positions, including Regional Sales Director and Vice President-Sales, with Allnet Communications, Inc., which was acquired by Frontier Communications Corporation in August 1995.

Thomas P. Schroeder: Thomas P. Schroeder has served as Senior Vice President-Large Account Sales of Old ITC since April 2000. He served as Senior Vice President-Carrier Sales of ITC^DeltaCom from April 1999 until April 2000 and as Vice President-Carrier Sales of ITC^DeltaCom from March 1997 until April 1999. From June 1995 until March 1997, Mr. Schroeder served as Vice President-Sales and Marketing of Interstate FiberNet and, from April 1994 to June 1995, as the Director of Sales and Marketing of Interstate FiberNet.

Sara L. Plunkett: Sara L. Plunkett has served as Vice President-Finance of Old ITC since March 1997. She also served as Treasurer of Old ITC from March 1997 through March 2000. Ms. Plunkett was Vice President-Finance of DeltaCom, Inc. from October 1996 until March 1997. From May 1989 through October 1996, she served as Chief Financial Officer of DeltaCom.